

Memorandum



DATE September 17, 2004

TO Housing and Neighborhood Development Committee Members: James L. Fantroy, Chair, John Loza, Vice-Chair, Veletta Forsythe Lill, Leo V. Chaney, Jr., Mitchell Rasansky and Steve Salazar

SUBJECT Tax-Exempt Bond and Tax Credit Projects

On Monday, September 20, 2004, you will be briefed on the current status of multifamily properties receiving tax-exempt bond and/or low income housing tax credit financing through the Dallas Housing Finance Corporation and Texas Department of Housing and Community Affairs. This briefing will set the stage for consideration of proposed multifamily projects that will come before you for discussion beginning in October. A copy of the briefing is attached.

Please let me know if you have questions.

Ryan S. Evans,
Assistant City Manager

Attachment

c: Honorable Mayor and Members of the City Council
Mary K. Suhm, Interim City Manager
Shirley Acy, City Secretary
Madeleine B. Johnson, City Attorney
Thomas Taylor, City Auditor
Judge Jay Robinson
Ramon F. Miguez, P.E., Assistant City Manager
Charles W. Daniels, Assistant City Manager
Jill A. Jordan, P.E., Assistant City Manager
Ramiro S. Salazar, Interim Assistant City Manager
Dave Cook, Chief Financial Officer

GOVERNMENT
EXHIBIT
303
3:07-CR-0289-M

Dallas Tax-Exempt Bond and Low Income Housing Tax Credit Multifamily Projects

A Briefing To The
Housing and Neighborhood Development Committee

Housing Department
September 20, 2004

Purpose

- ☐ Understanding Dallas' tax-exempt bond and tax credit multifamily market prior to consideration of new projects
 - Projects constructed in past five years,
 - Projects approved and under development,
 - Projects induced, seeking final approval and
 - New projects proposed for preliminary approval
- ☐ Includes projects with bonds issued by the Texas Department of Housing and Community Affairs (TDHCA), the Dallas Housing Finance Corporation (DHFC) and Housing Options, Inc. (DHA)

Background

- ☐ Multifamily projects 1999 to date
 - Approved – 36
 - Pending final approval - 12
 - New applications for 2005 approval- 4
 - Total - 52
 - ☐ Issues
 - Market absorption of current and proposed units
 - TDHCA “one mile” rules
 - Zoning requests
 - Revenue
 - ☐ Tax-exempt bond or tax credit financing does not exempt a project from local property taxes
-

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Projects Approved 1999 To Date

- ☐ Total tax-exempt bond and/or tax credit projects approved 1999 to date – 36 projects, 6, 321 units
 - Five senior projects, 866 units; thirty family projects, 5,455 units
 - Twenty-six projects are now leasing, 4,712 units
 - Nine projects are under construction, 1609 units
 - Dallas Housing Finance Corporation (DHFC) issued tax-exempt bonds on 6 projects
 - Dallas Housing Authority issued bonds or obtained tax credits on 7 projects
 - Remaining 23 projects went through the Texas Department of Housing and Community Affairs (TDHCA)
-

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Summary: Approved 1999 To Date

Development Type	Projects	New Units
DHA Redevelopment	7	760
Existing Project Rehabilitated	2	374
Existing Project Demolished/Replaced	4	976
New Project Constructed	23	4,211
Total	36	6,321

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Projects Pending Final Approval

- ☐ Twelve projects received preliminary approval from DHFC or TDHCA in 2003 and are now seeking final approval

	Senior Projects/Units	Family Projects/Units	Total Projects/Units
DHFC	1 / 200	4 / 950	5 / 1,150
TDHCA		7 / 1,736	7 / 1,736
Total	1 / 200	11 / 2,686	12 / 2,886

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New Applications For 2005 Funding

- ☐ To date, four applications have been received for new multifamily projects to be considered and funded in 2005

	Senior Projects/Units	Family Projects/Units	Total Projects/Units
DHFC		2/435	2/435
TDHCA	2/280		2/280
Total	2/280	2/435	4/715

- ☐ Additional applications may be received this week

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Issues

- ☐ For Dallas projects, the Dallas City Council must approve the issuance of tax-exempt bonds by the DHFC and DHA and tax credits by the TDHCA
- ☐ The following issues come into play when making decisions among competing projects
- Can the market absorb new affordable multifamily units at the rate at which they are being proposed?
 - Should property zoned for single-family or commercial/retail development be re-zoned for new multifamily development?
 - Should a priority be given to projects which generate revenues for the City's housing initiatives?

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Market Absorption

- ☐ MPF Research, Inc. tracks multifamily occupancy and absorption in the Dallas market; 2nd quarter 2004:
 - Average gross occupancy city-wide – 90.2%
 - Annual apartment unit absorption city-wide – 6,390 units
- ☐ Dallas tax credit projects are located in five MPF submarkets with 2nd quarter 2004 occupancy as follows
 - Intown – 95.2%
 - Far East Dallas – 87.4%
 - Oak Cliff – 91.4%
 - South Dallas – 83.6%
 - Southwest Dallas – 88.2%

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Market Absorption (Continued)

- ☐ As of September 1, 2004:
 - 3 projects that have been leasing for at least 12 months have lower occupancy rates than the average for their rental submarket
 - ☐ Rosemont @ Arlington Park: 90% - 1.4% below market average (2 units)
 - ☐ Rosemont @ Oak Hollow: 80% - 3.6% below market average (8 units)
 - ☐ Rosemont @ Pemberton Hill: 83% - 0.6% below market average (2 units)
 - Three projects open since December 2003 are leasing slower than projected
 - ☐ Rosemont @ Bluffridge: 81% - should be at 88.2%
 - ☐ Rosemont @ Cedar Crest: 51% - should be at 52.7%*
 - ☐ West Virginia Park: 78% - should be at 79.2%

*52.7% based on development market study; 70% based on project pro forma

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Market Absorption (Continued)

- ☐ Eight projects with 1533 units have already been approved and will come on-line in the next twelve months
- ☐ The twelve projects now seeking final City Council approval would add 2,886 units in 2005-6
- ☐ New applications filed this year to date, to come before City Council next year, will add more units in 2006-7
 - If they receive a favorable lottery number in the Texas Bond Review Board lottery on October 31 of this year

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TDHCA "One Mile" Rules

- ☐ In 2004, TDHCA will not approve tax credits for projects :
 - During the same annual funding cycle if they are located within one mile of each other or
 - That are located within one mile of another tax credit project that was funded within the past three years, unless the City Council approves an exception
- ☐ Eight of the 12 projects seeking City Council final approval fall under these rules

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TDHCA "One Mile" Rules (Continued)

- ☐ Six proposed projects are located within one mile of another
 - Rosemont @ Laureland and Memorial Park Townhomes – Districts 5 and 8
 - Westmoreland Townhomes and Aspen Homes – District 3
 - Simpson Villas and Homes of Pecan Grove– District 8
- ☐ Two proposed projects are located within one mile of a tax credit project that was funded in the past three years
 - Rosemont @ Scyene and Prairie Commons (2002) – District 5
 - Providence @ Village Fair and Madison Point Apartments (2002) – District 4
 - City Council can approve an exception to the TDHCA rule for these two proposed new projects

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Zoning

- ☐ Three projects seeking final approval will require rezoning
 - Memorial Park Townhomes, 250 units, TDHCA, Provident, District 5, currently R-7.5(A)
 - ☐ The Memorial Park project is in close proximity to the proposed Rosemont @ Laureland tax credit project, of the same size and serving the same population, that does not require the property to be rezoned
 - Homes of Pecan Grove, 250 units, TDHCA, Provident, District 8, currently R-7.5(A)
 - Dallas West Villas, 250 units, TDHCA, Provident, District 5, currently CR
- ☐ One developer may seek re-zoning from MF-1 to a PD to build a mix of rental duplexes and townhomes and single-family ownership units
 - Aspen Homes, 250 units, TDHCA, Provident, District 3

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Revenues

- ☐ For each project funded through the DHFC, the City's Finance Corporation receives about \$85,000 through closing, plus an annual fee (\$10,000-\$15,000) for a minimum of 15 years, until the bonds are paid
 - Application fee, processing fee, issuer fee and annual fee
 - DHFC revenues have been used in City programs to provide
 - ☐ Home repair funding
 - ☐ Downpayment assistance
 - ☐ Infrastructure participation for new single-family development
 - DHFC funding has been proposed for a potential homebuyer network
- ☐ For each project funded through the TDHCA, the City receives \$1,500 for due diligence and \$500 per year for compliance monitoring

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Recommended Policy

- ☐ In addition to existing criteria, utilize the following priorities for 2003 project "final approvals" and new 2004 application "preliminary approvals"
 - Except for DHA redevelopment of public housing, do not approve a project proposed to be located within 1 mile of a similar project (senior/family) approved within the past 3 years
 - For new "proposed" projects within one mile of each other
 - ☐ Support a senior project over a family project
 - ☐ Support a project with appropriate zoning over a project requiring a change
 - ☐ Support a project induced by the DHFC over a project induced by the TDHCA
 - Compare proposed project locations to market demand shown for existing projects in the same submarket area

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Next Steps

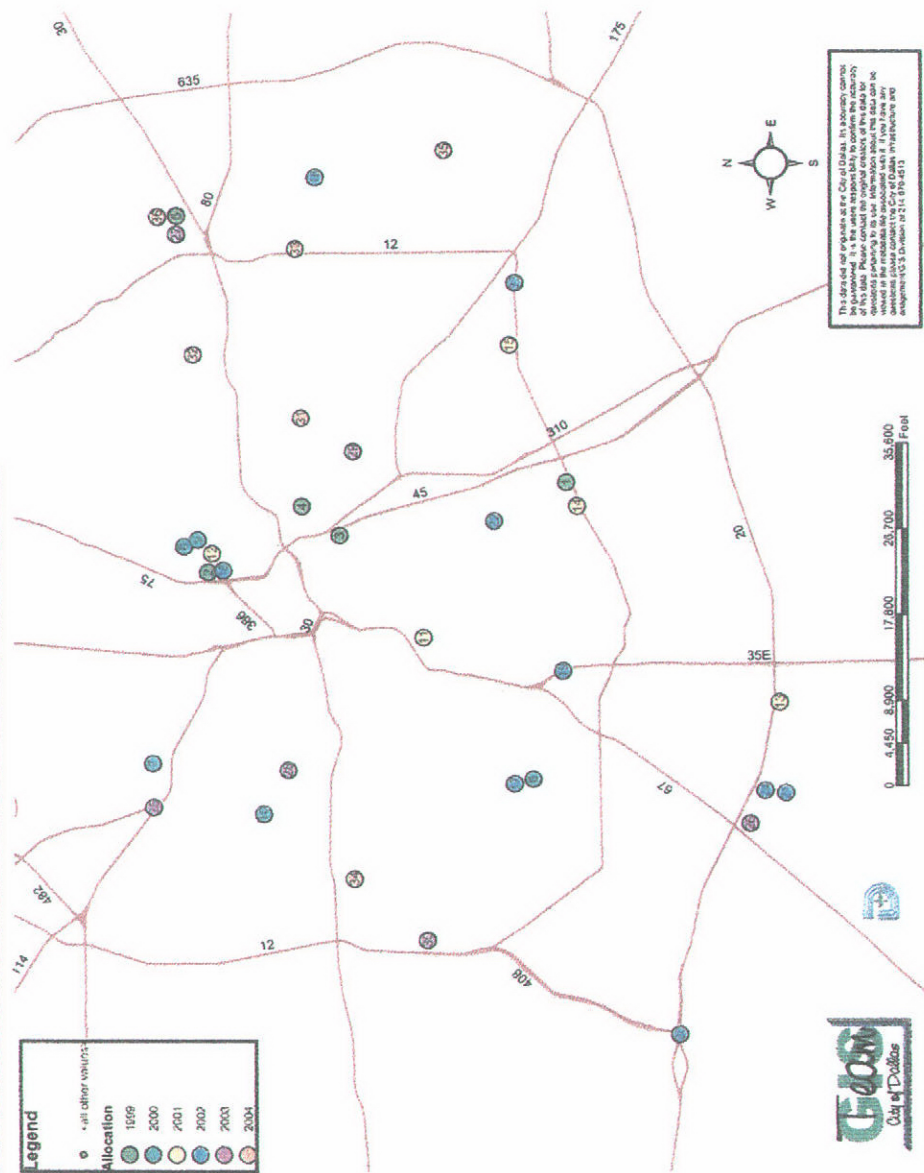
- ☐ September 28 - DHFC considers DHFC 2004 Bond allocations from 2003 applications
 - ☐ October 4 - HNDC considers DHFC and TDHCA 2004 Bond allocations from 2003 applications
 - ☐ October 5 - DHFC considers new DHFC 2004 Bond applications
 - ☐ October 11 - Finance & Audit considers DHFC and TDHCA 2004 Bond allocations from 2003 applications
 - ☐ October 27 - City Council considers DHFC and TDHCA 2004 Bond allocations from 2003 applications
-

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Appendices

Dallas Tax-Exempt Bond and Low Income
Housing Tax Credit New Construction Projects
1999 -2004 Spreadsheet and Map

Approved Tax Credit Projects 1999 To Date



Approved Projects 1999 To Date

Num	Allocation	Sen/ Fam	Code	Project Name	Address	Agency	Units	District
1	1999	F		Oakwood Place Apartments	4950 Wadsworth Dr ⁵⁰⁶ 463	TDHCA	206	5
2	1999	F		Roseland Townhomes	2021 N Washington Ave ⁵⁰⁶ 36E	DHA	192	14
3	1999	S		Edgewood Manor	1811 South Blvd ⁵⁰⁶ 015	TDHCA	30	7
4	1999	F		Eban Village Apartments	3023 Park Row Ave ⁴⁶⁵	TDHCA	220	7
5	1999	F		Treymore @ Eastfield	2631 John West Rd	TDHCA	220	7
6	2000	S		Primrose Oaks	2999 S Hampton Rd	TDHCA	250	3
7	2000	F		Rosemont @ Arlington Park	1700 Chattanooga Pl	TDHCA	100	2
8	2000	F		Monarch Townhomes	2102 Kirby St ^{E 015} 35E	DHA	65	2
9	2000	F		Carroll Townhomes	1917 N Carroll Ave ⁵⁵⁹	DHA	71	2
10	2000	F		Lakewest Community Townhomes	3100 Bickers St ⁵⁰⁶ 440	DHA	152	3
11	2001	F		Ewing Villas	810 S Ewing Ave ^{55E}	TDHCA	80	4
12	2001	F		Roseland Gardens	2000 N Washington Ave ⁵⁰⁶ 46E	DHA	101	14

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Approved Projects 1999 To Date (Continued)

Num	Allocation	Sen/ Fam	Code	Project Name	Address	Agency	Units	District
13	2001	F		Rosemont @ Timbercreek	801 Beckleymeade Ave ^{34F}	TDHCA	100	8
14	2001	F		Rosemont of Oak Hollow	3015 E Ledbetter Dr ⁵⁰⁶ 66E	TDHCA	220	5
15	2001	F		Rosemont @ Pemberton Hill	220 Stoneport Dr	TDHCA	236	5
16	2002	F		Roseland Estates	3400 Munger Ave	DHA	103	14
17	2002	S		Potter's House @ Primrose	2515 Perryton Dr	DHFC	280	3
18	2002	F		Prairie Commons	9600 Military Parkway	TDHCA	72	5
19	2002	F		Madison Point Apartments	3600 S RL Thornton Fwy ⁵⁴⁰	TDHCA	176	4
20	2002	F		Rosemont @ Bluffridge	8125 Clark Rd	TDHCA	256	3
21	2002	F		Hickory Trace	8629 Old Hickory Trail ^{63L}	TDHCA	180	8
22	2002	F		Rosemont @ Cedar Crest	3303 Southern Oaks Blvd ⁵⁰⁶ 50	DHFC	256	7
23	2002	F		Sphinx @ Murdeaux	125 S Murdeaux Ln ^{58T}	TDHCA	240	4
24	2002	F		Providence on the Park	8501 Old Hickory Trail ^{63L}	DHFC	280	8

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Approved Projects 1999 To Date (Continued)

Num	Allocation	Sen/ Fam	Code	Project Name	Address	Agency	Units	District
25	2003	S		Pegasus	7200 N Stemmons Fwy ^{33B}	TDHCA	156	2
26	2003	F		West Virginia Park ^{33B}	8004 West Virginia Dr	TDHCA	202	8
27	2003	F		Rosemont @ Ash Creek	2605 John West Rd	TDHCA	280	7
28	2003	F		Arbor Woods	3000 N Hampton Rd	TDHCA	151	3
29	2003	F		Southern Terrace Apartments	4701 Meadow St	DHFC	264	7
30	2003	F		Preakness Ranch	5480 Preakness Ln	DHFC	264	3
31	2004	F		Frazier Fellowship	4700 Hatcher St	DHA	76	7
32	2004	S		Primrose @ Highland	2100 Highland Rd	TDHCA	150	7
33	2004	F		Sphinx @ Delafield	8200 Hoyle Ave	TDHCA	204	4
34	2004	F		Churchill @ Pinnacle Park	1400 N Cockrell Hill Rd	TDHCA	200	3
35	2004	F		Masters Apartments	1180 N Masters Rd	DHFC	144	8
36	2004	F		Shiloh Village Apartments	8702 Shiloh Rd	TDHCA	168	7

Memorandum



DATE September 17, 2004

TO Housing and Neighborhood Development Committee Members: James L. Fantroy, Chair, John Loza, Vice-Chair, Veletta Forsythe Lill, Leo V. Chaney, Jr., Mitchell Rasansky and Steve Salazar

SUBJECT Multifamily Social Services Policy

On Monday, September 20, 2004, you will be briefed on proposed revisions to the City's policy with regard to social services for residents of City approved tax-exempt bond financed and/or tax credit multifamily properties. A copy of the briefing is attached.

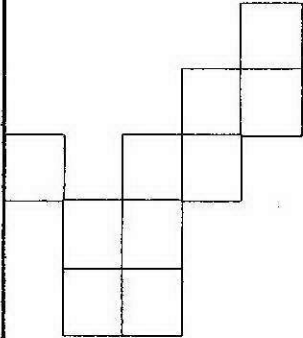
Please let me know if you have questions.



Ryan S. Evans,
Assistant City Manager

Attachment


c: Honorable Mayor and Members of the City Council
Mary K. Suhm, Interim City Manager
Shirley Acy, City Secretary
Madeleine B. Johnson, City Attorney
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Ramiro S. Salazar, Interim Assistant City Manager
Dave Cook, Chief Financial Officer



City-Approved Multifamily Social Services Policy

A Briefing To The
Housing and Neighborhood
Development Committee

Housing Department
September 20, 2004



Purpose

To present the Housing and Neighborhood Development Committee (HNDC) with a joint recommendation from the Dallas Housing Finance Corporation (DHFC) and the Housing Department for revision of the City's Social Services Policy for multifamily projects financed with DHFC tax-exempt bonds or State tax-exempt bonds and/or tax credits

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DHFC Standard Requirements

- Applicants will provide social services based on a survey of tenant needs
- Services are at no cost to the tenants
- Services may include: after school programs, health screenings, family counseling/domestic crisis intervention, computer literacy, emergency assistance, vocational guidance, adult education programs (such as ESL, job training, life skills, parenting and nutrition classes), and social and recreational activities
- Applicants must contract with a third-party monitor to monitor and report social service policy compliance
- The Housing Department will review the third-party monitor's reports and conduct its own sampling

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Service Expenditure Policy

- The City's policy, adopted in June 2000, requires that 50% of the savings from using tax-exempt bond financing instead of taxable financing is to be spent on social services
- However, following adoption of the policy, the differential between tax-exempt interest rates and taxable interest rates became so small that there were no savings available to be applied to social services

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Service Expenditure Policy (Continued)

- Without the savings for social service expenditures, the City Council approved specific amounts to be expended from each approved project's cash flow
 - The amount required for the first five projects with 250 – 280 units was \$50,000 each per year
 - \$179 - \$200 units per year
 - Six State tax credit projects were required to spend \$200 per unit per year each
 - The Masters Apartments, with 144 units, was required to spend \$43,200 per year for social services
 - \$300 per unit per year

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State Requirement

- The Texas Department of Housing and Community Affairs (TDHCA) does not require social services be provided at projects that it finances
- However, the TDHCA does award points for social services in its funding competitions
 - The greatest number of points is awarded to applicants providing \$120 per unit per year for social services

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Policy Review

- In June 2004, the DHFC appointed a committee to review the policy and make recommendations
 - Working with Housing Department staff, the DHFC committee
 - Reviewed the source, scope and cost of services provided at existing assisted multifamily properties
 - Polled members of the Texas Association of Local Finance Agencies for social service policies
 - Considered impacts on nonprofit housing developers
- In August, the DHFC voted to make recommendation to the City Council for revision of the policy

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Recommended Revision

- Require tenant support funding of \$200 per unit per year, with a minimum expenditure of \$40,000 per project per year
 - Allow up to 50% of the minimum \$40,000 to be funded or provided from cash grants or in-kind services
 - In-kind services counted toward the \$40,000 minimum must have prior approval by the City's Housing Department
 - Allow the cost of staff providing **direct social service delivery services** to count toward the funding obligation

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Next Steps

- October 13, 2004
 - City Council consideration of a resolution approving the revised social service policy for DHFC and TDHCA tax-exempt bond and tax credit financed multifamily projects
- Apply this policy to all projects considered by the City Council after approval without regard to the project application date

Memorandum



DATE September 17, 2004

TO Housing and Neighborhood Development Committee Members: James L. Fantroy, Chair, John Loza, Vice-Chair, Veletta Forsythe Lill, Leo V. Chaney, Jr., Mitchell Rasansky and Steve Salazar

SUBJECT HB 110 Follow-Up

During the September 7, 2004 Housing and Neighborhood Development Committee meeting, Committee members asked the Housing Department staff to return to the Committee with regard to establishing a property value threshold for properties to be recommended for sale under the House Bill 110 program. Committee members also asked if manufactured housing could be prohibited on properties sold through the House Bill 110 program. The latter question has been referred to the City Attorney to consider with regard to the City's ability, acting in its capacity as Trustee for the taxing jurisdictions, to place such a restriction on the tax-foreclosed property sold under the program.

With regard to establishment of a property value threshold, the Department does not believe that a fixed threshold should be established and recommends that each request for purchase of properties under the program continue to be considered individually on its own merits.

As stated during the September 7 briefing, the number of House Bill 110 purchase requests coming before the City Council will decline as a result of the Land Bank program. Since inception of the program in 1998, the City, County and Dallas Independent School District have each concurred in the approval of the direct sale of 162 properties at below market prices to nonprofit housing developers. The properties have ranged in assessed tax value from \$1200 to \$35,750. Twenty properties were at least \$10,000 in value and 93 were less than \$5,000. It would be very difficult to establish an equitable threshold that takes into account the differences in property values among neighborhoods.

Prior to a property receiving consideration for the program, the property has been advertised for sale for three weeks and offered for sale at the public Sheriff auction held on the first Tuesday of each month. Only when a property is not sold at the Sheriff sale does it become eligible for consideration under the House Bill 110 Program.

When the Housing Department receives a purchase request, the Department reviews the development plan and the development capacity of the organization. Also, as stated in the briefing, the Department will take into account the size and design of the surrounding housing stock relative to the development proposal from the nonprofit. The Developer is required to obtain community input prior to submitting the purchase request. A public hearing is advertised, with notice posted on the property, and held before the City Council. The City Council has discretion to decide that a particular property should be sold by a City public bid process rather than by direct sale to the nonprofit. The County and School District have that same discretion.

With City Council approval of approximately 95% of the purchase requests, the Department believes that the current process has worked well and does not recommend establishing a property value threshold.

Please let me know if you have questions.



Jerry Killingsworth,
Housing Director

c: Honorable Mayor and Members of the City Council
Mary K. Suhm, Interim City Manager
Shirley Acy, City Secretary
Madeleine B. Johnson, City Attorney
Thomas Taylor, City Auditor
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Ramiro S. Salazar, Interim Assistant City Manager
Dave Cook, Chief Financial Officer

Memorandum

RECEIVED

2004 SEP 17 AM 8:58

CITY SECRETARY
DALLAS, TEXAS



CITY OF DALLAS

DATE September 17, 2004
TO Housing and Neighborhood Development Committee Members: John Loza, Vice-Chair, Veletta Lill, Leo V. Chaney, Jr., Mitchell Rasansky, and Steve Salazar
SUBJECT September 20, 2004 Housing and Neighborhood Development Committee Agenda

We will have a meeting of the Housing and Neighborhood Development Committee on Monday, September 20, 2004, City Hall, 1500 Marilla – Room 6ES, Dallas, Texas, 75201, at 1:30 p.m. The agenda is as follows:

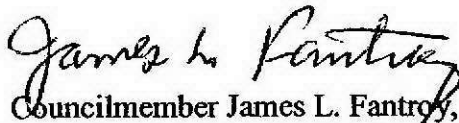
1. Approval of Minutes
September 7, 2004
Councilmember James L. Fantroy
2. Housing Bond/Tax Credit
Projects/Status
Evans, Killingsworth
3. Multifamily Social Services
Evans, Dykman
4. HB 110 Follow-up
Evans, Dykman
5. Upcoming Agenda Items
For Information Only
 - Single-Family Infrastructure Bond Participation
Amendment – Kleberg Villas
 - Call for Public Hearing for EDCO HB 110 (1)
6. Public Comments

A closed executive session may be held if the discussion of any of the above agenda items concerns one of the following:

1. Contemplated or pending litigation, or matters where legal advice is requested of the City Attorney.
Section 551.071 of the Texas Open Meetings Act.
2. The purchase, exchange, lease or value of real property, if the deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third person. Section 551.072 of the Texas Open Meetings Act.
3. A contract for a prospective gift or donation to the City, if the deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third person. Section 551.073 of the Texas Open Meetings Act.
4. Personnel matters involving the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee or to hear a complaint against an officer or employee. Section 551.074 of the Texas Open Meetings Act.
5. The deployment, or specific occasions for implementation of security personnel or devices. Section 551.076 of the Texas Open Meetings Act.
6. Deliberations regarding Economic Development negotiations. Section 551.087 of the Texas Open Meetings Act.

September 20, 2004 Housing and Neighborhood Development Committee Agenda
September 17, 2004
Page 2

Please let me know if you have any questions or comments.



Councilmember James L. Fantroy, Chair
Housing and Neighborhood Development Committee

- c: Honorable Mayor and Members of the City Council
- Mary K. Suhm, Interim City Manager
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- Charles W. Daniels, Assistant City Manager
- Jill A. Jordan, P.E., Assistant City Manager
- Ramiro Salazar, Interim Assistant City Manager
- Dave Cook, Chief Financial Officer

Subj: **RE: Business Referral**
Date: 9/22/2004 7:37:01 AM Central Standard Time
From: bfisher8@airmail.net
To: AMc1229@aol.com

Thank you for the referral. I will look for the call.

Bill

James R. (Bill) Fisher
Odyssey Residential Holdings, LP
Three Lincoln Centre, Suite 1200
5430 LBJ Freeway
Dallas, TX 75240
972-455-9298
972-455-9297 FAX
214-755-2539 Cell
bfisher8@airmail.net

From: AMc1229@aol.com [<mailto:AMc1229@aol.com>]
Sent: Tuesday, September 21, 2004 5:25 PM
To: bfisher8@airmail.net
Subject: Business Referral

Bill,

Darren & I appreciate the candor and openness you showed during our discussion of Monday, September 20, 2004. Frankly, the way the meeting evolved was surprising and productive, especially without having to raise everyone's blood pressure.

I was particularly encouraged to hear your reaction to my proposal to broaden your company's involvement with Black State Employees Association of Texas and its recommended business partners.

I am referring and recommending Gail Terrell, President of Terrell & Associates, Inc.

Ms. Terrell was the project coordinator and owner representative for the construction of West Cliff Shopping Plaza. She is currently sourcing lenders in order to refinance the West Cliff Shopping Plaza.

I have given her your name and number and asked her to give you a call to arrange a meeting.

Allen

Subj: **FW: Dallas West Village Site Packet**
Date: 9/22/2004 6:41:30 PM Central Standard Time
From: bfisher8@airmail.net
To: AMc1229@aol.com

Al and Darren. Here is the basic site information. We are applying today for an MU-2 district with retail, restaurant and housing together. William French at GTF design will work on proposed site plans. Please comment on them at each step. There is one important question you need to consider up front. Do you want to allow alcohol in the restaurant only? The likelihood of getting a main stream restaurant is greatly enhanced with the ability to serve drinks at the meal. The retail is your area so you guys get to make the call. I will send a draft CDC particiaption agreement tonight. Your support and participation will be the only reason this deal gets done.

I can use a referral to an african america owned title company. The bond loan and property title insurance premium runs about \$135K. Let me know of someone who can handle the work.

Thanks,

Bill

James R. (Bill) Fisher
Odyssey Residential Holdings, LP
Three Lincoln Centre, Suite 1200
5430 LBJ Freeway
Dallas, TX 75240
972-455-9298
972-455-9297 FAX
214-755-2539 Cell
bfisher8@airmail.net

From: Brent Yeldell [<mailto:brent@yeldell.com>]
Sent: Wednesday, September 22, 2004 2:22 PM
To: 'William'
Cc: Bill Fisher; 'Dewey Stevens'
Subject: Dallas West Village Site Packet

Please find the attached file for your use.

Brent Yeldell
brent@yeldell.com
Odyssey Residential Holdings, LP
1200 Three Lincoln Center
Dallas, Texas 75241
Tel: 972.455.9296
Fax: 972.455.9297
Cell: 214.202.8880



Black State Employees Association of Texas Community Development Corporation, Inc.

September 28, 2004

Attention: James R. "Bill" Fisher
V.P. Provident Odyssey Acquisitions LLC

From: Dr. Darren L. Reagan (Direct contact # 214-207-0848)
Chairman/CEO

A handwritten signature in dark ink, appearing to be "DR", is written over the printed name of Dr. Darren L. Reagan.

Re: Chicory Court-Riverside, DBA Dallas West Village TDHCA #04 Partnership Proposal

Dear Bill:

Thank you for your proposal regarding the referenced project. The BSEATCDC, Inc. is always interested in economic development projects, particularly, in Southern Dallas County. After reviewing your proposal, the following shall represent some of our "preliminary" observations as a counter-proposal.

- 1) As a matter of principle I am not in a position to obligate "contractually" the organization as a "whole" to be actively involved and advocate on behalf of the project. As discussed, I have shared information regarding the project with several of our close and preferred consultants (Ms. Gail Terrell & Ms. Debra Kirven) who are interested in working with you. After receiving the requested additional information package from you, I will have the consultants prepare their proposals.
- 2) The BSEATCDC Joint Venture Strategic Alliance contract in the overall proposed project, particularly, the size and scope site plans/details, conceptual/project drawings, budget, and cost projections, etc.
- 3) After reviewing the aforementioned information and upon executing a mutually acceptable Joint Venture/Strategic Alliance contract with The BSEATCDC, Inc., The BSEATCDC will Fulfill all of the terms and conditions therein.
- 4) Item #1-6 TBD

Again, thank you for your interest and support. We look forward to visiting more with you guys via structuring and expanding on a "true and exemplary" community development partnership.

Also, the following guys listed are interested and ready to go to work: Alton Scott (214) 376-4551, have transportation; Richard Williams (972) 224-4841 hm., (214) 729-3913 cell, have transportation; Clifton Kirven (214) 337-8868 hm, will have to use local public transportation temporarily (car is being repaired).

cc: Allen McGill

"MAKING THE VISION A REALITY"

**P.O. BOX 763773 * DALLAS, TEXAS 75376 * (214) 467-7600 * FAX (214) 467-7704
Toll Free (800) 257-9443**

Bill,

Thanks for the update, email me a copy.

Allen

In a message dated 10/8/2004 1:22:22 PM Central Standard Time, bfisher8@airmail.net writes:

I faxed a sign mark up with my exhibit A to Darren yesterday. Let we know if we are good to go.

Thanks,

Bill

James R. (Bill) Fisher
Odyssey Residential Holdings, LP
Three Lincoln Centre, Suite 1200
5430 LBJ Freeway
Dallas, TX 75240
972-455-9298
972-455-9297 FAX
214-755-2539 Cell
bfisher8@airmail.net

Subj: **Dallas West Village**
Date: 10/13/2004 9:41:23 AM Central Standard Time
From: bfisher8@airmail.net
To: AMc1229@aol.com

This development appears to be a non starter. I met yesteday with Mayor Don Hill and he indicated his support for the Southwest Housing development on Scyene. A vastly inferior location by the way. Before I can sign the agreement and get this relationship, which I value, started we need to meet with Don and see if we are wasting our time. Brian has not done anything for any company in the southern sector. After ten years of southern sector development by SWH name one sub contractor in south Dallas that has prospered under their ownership group. NONE is the answer.

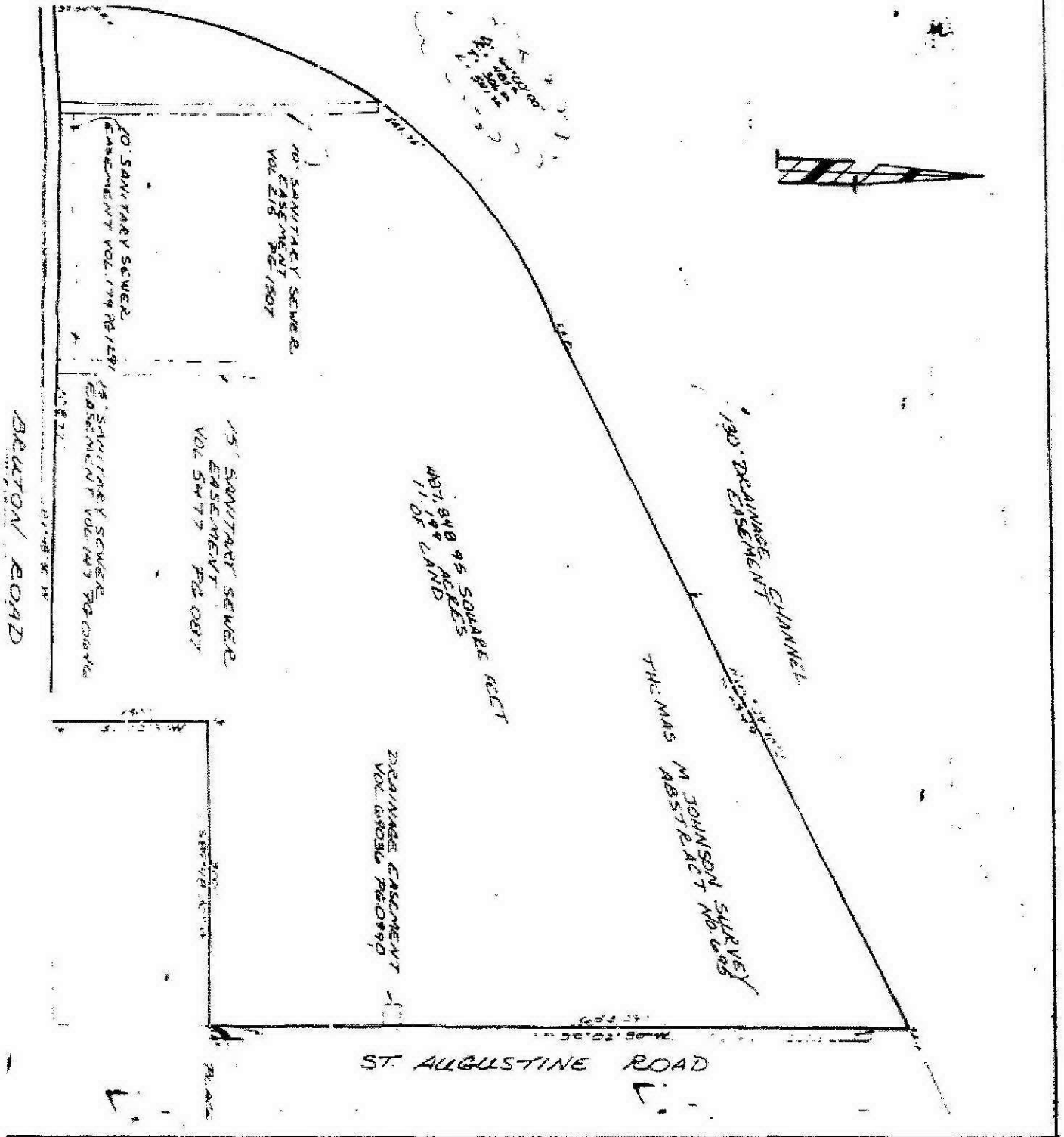
Please get with Dr. Reagan and set a meeting with Don Hill to see if we are all wasting our time.

Bill

James R. (Bill) Fisher
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Survey



Odyssey Residential Holdings, LP
1200 Three Lincoln Centre
Dallas, Texas 75241

Contact Information

Development Name: Dallas West Village
Applicant: Chicory Court Riverside II, LP
GP of LP: Chicory GP- Riverside II, LLC
Development City: Dallas, Texas 75217
Development County: Dallas

Applicant Address: 1200 Three Lincoln Centre
Dallas, Texas 75241

FAX: 972.455.9297

Contacts: Bill Fisher
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